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7 BEFORE THE INSURANCE COMMISSIONER  
8 OF THE STATE OF WASHINGTON

9 In the Matter of the Application  
10 regarding the Conversion and  
11 Acquisition of Control of Premera Blue  
12 Cross and its Affiliates.

No. G 02-45

TWENTY-NINTH ORDER:  
PROCEDURES FOR FILING AND  
DISCLOSING DOCUMENTS

13 On February 23, 2004, the OIC Staff, PREMERA and Premera Blue Cross  
14 (together, "Premera"), and the Intervenors (collectively, the "Moving Parties") filed a  
15 Joint Motion For Order Regarding Filing and Disclosure Procedures.

16 This Order addresses the treatment of documents containing Attorneys' Eyes Only  
17 and/or Confidential Information that the Moving Parties anticipate will be filed on or  
18 before March 12, 2004. Such documents are not directly part of the discovery process in  
19 this matter and are therefore not covered by the Eighth Order: Protective Order. These  
20 documents include but are not limited to the supplemental expert reports specifically  
21 addressed in the Twenty-Fifth Order.

22 The Moving Parties asked that I decide the Motion on an expedited basis and also  
23 stated that, because of the non-controversial nature of the Motion, it could be decided  
24 without hearing and oral argument. I agree with the Moving Parties that this is a non-  
25 controversial motion that is designed to incorporate certain procedures and safeguards that

1 have already been used in previous orders. Hence, the Motion can be decided on an  
2 expedited basis, and there is no need for a hearing or oral argument.

3 The following procedures will be used for each document -- including but not  
4 limited to reports, supplemental reports, correspondence, spreadsheets and attachments --  
5 that is filed with the Commissioner on or before March 12, 2004 and that may contain  
6 Attorneys' Eyes Only and/or Confidential Information ("Document" or "Documents").

7 The definitions of Attorneys' Eyes Only Information, Confidential Information,  
8 and Lead Attorney are those given in the Eighth Order: Protective Order. The method of  
9 filing a Document under seal ("Under Seal") shall be the same as the method described in  
10 Paragraph 7 ("Filing Confidential or Attorneys' Eyes Only Information") of the Eighth  
11 Order.

12 It is assumed in this Order that Premera is the entity with information that it will  
13 seek to protect through Attorneys' Eyes Only and/or Confidential designations on  
14 Documents filed by it or by others. However, if any other party wants to designate  
15 Attorneys' Eyes Only or Confidential Information in its or a third party's documents, it  
16 should so notify the OIC Staff and Premera, and the same procedures set forth herein shall  
17 be employed, except that the party making designations shall be substituted for "Premera"  
18 in paragraph B.1. below.

19 The procedures are as follows:

20 **A. Filing and Serving Documents**

21 1. Each party has an obligation to and is hereby authorized to file any  
22 Document containing Attorneys' Eyes Only and/or Confidential Information Under Seal.  
23 Each Document shall be filed Under Seal and will remain Under Seal until further order of  
24 the Commissioner after notice and hearing, unless the parties all stipulate in writing that a  
25 Document should not be kept Under Seal. By filing a Document Under Seal, a party does  
not concede that the Document necessarily contains Attorneys' Eyes Only and/or

1 Confidential Information or that the Document should remain Under Seal. Filing a  
2 Document Under Seal, rather, permits a determination of whether a Document contains  
3 Attorneys' Eyes Only and/or Confidential Information and, if it does, allows time for the  
4 redaction of such information before the Document is publicly released.

5 2. Documents that are filed Under Seal shall be served simultaneously upon  
6 counsel for the non-filing parties, including the Lead Attorneys for the Intervenors. Such  
7 Documents shall, pending completion of the designation process described herein, be  
8 deemed designated "Attorneys' Eyes Only" and will be used and treated by the parties and  
9 their counsel as though they were produced in discovery and subject to the protections of  
10 the Eighth Order applicable to Attorneys' Eyes Only Information.

11 **B. Process for Designating Protected Information**  
12 **and Redacting Documents for Public Disclosure**

13 1. A Document filed Under Seal may be subsequently redacted for public  
14 release. With respect to Documents filed or submitted Under Seal through March 12,  
15 2004, Premera will have one week from the filing of the Document Under Seal to  
16 designate all or portions of the Document as Confidential or Attorneys' Eyes Only  
17 Information in accordance with the Eighth Order, at which time Premera will provide a  
18 copy of the Document so designated to the OIC Staff and to the Lead Attorneys for the  
19 Intervenors. The OIC Staff will have one week from receipt of the designated Document  
20 to file objections to Premera's designations with the Special Master; the Intervenors may  
21 object to Attorneys' Eyes Only designations in accordance with the Eighth Order. All  
22 objections will be filed Under Seal. Premera will have three business days to respond to  
23 any filed and served objections. The burden is on Premera to prove that its designations  
24 are proper.

25 2. The Special Master is authorized to modify these deadlines as he deems  
appropriate. He is requested to rule on any disputed designations as promptly as possible.

1 Any appeal of the Special Master's ruling shall be made in compliance with the  
2 requirements of the Seventh Order.

3 3. Any disputes regarding whether any or all of a Document should be  
4 designated as "Confidential" and/or "Attorneys' Eyes Only;" any disclosure of  
5 "Attorneys' Eyes Only" information to persons other than those identified in paragraph  
6 3(b)(i) of the Eighth Order: Protective Order; and the procedures regarding the use of  
7 "Attorneys' Eyes Only" and "Confidential" Information at depositions shall be  
8 determined by the provisions of the Eighth Order.

9 4. Pending completion of the process described above and a final ruling from  
10 the Special Master or, if that ruling is appealed, a decision by the Commissioner, only the  
11 redacted versions of the disputed Document(s) may be made public by anyone. Insofar as  
12 any designation is not disputed or, if disputed, is upheld, the parties shall abide by the  
13 provisions of the Eighth Order that govern disclosure and use of Confidential and  
14 Attorneys' Eyes Only Information, as the case may be.

15  
16 I will reserve ruling on what procedures should be used for the filing of documents  
17 after March 12, 2004, other than to require that any document containing Confidential or  
18 Attorneys' Eyes Only Information be filed Under Seal.

19 Except as otherwise modified by this Order, the Eighth Order and Twenty-Fifth  
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1 Order remain in effect.

2 **IT IS SO ORDERED** this \_\_\_\_\_ day of February, 2004.

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6 MIKE KREIDLER  
INSURANCE COMMISSIONER  
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